

ORIGINAL ARTICLES OF ASSOCIATION.

(NON-BUSINESS CORPORATION.)

Know all Men by these Presents, That we FREDERICK C. TANNER, LEONARD B. COLT, HERBERT F. JOSLIN, ERNST T. VOIGT and MURDOCH H. MacINNES

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Article III of Chapter 116 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of THE FEDERAL PRODUCTS FOUNDATION, INC.

~~THIRD. Said corporation is constituted for the purpose of~~

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 75, Chapter 116 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

- (a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;
- (b) to sue and be sued in its corporate name;
- (c) to have and use a common seal and alter the same at pleasure;
- (d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;
- (e) to make by-laws not inconsistent with the constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;
- (f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all \$150,000.00. But if such corporation desires to take and hold property to an amount exceeding \$150,000.00 either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto. (Over)

FOURTH. Said corporation shall be located in Providence, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH. No person shall be eligible to hold office as a Director who is not a member of the Foundation. The Board of Directors shall consist of not less than five (5) members of the Foundation. The number of Directors may be increased or decreased as provided in the By-Laws of the Foundation, but in no event shall be less than five (5), nor more than fifteen (15).

SIXTH. No officer, Director, member or employee of the Foundation to receive profit, except that any person may be paid such compensation for services rendered the Foundation in his or her capacity as Director, Officer, employee, or otherwise, as the Board of Directors shall from time to time deem reasonable; and any person may be reimbursed for any expenses, disbursements, or liabilities made or incurred by such person for or on account of the Foundation or in connection with the management and conduct of the affairs of the Foundation.

SEVENTH. The Foundation may by its By-Laws confer upon the Directors and Officers additional powers and authorities not inconsistent with these Articles of Association or the laws of the State of Rhode Island

In Testimony Whereof, We have hereunto set our hands and stated our residences this

second day of October A. D. 19 52

NAME.	RESIDENCE.
<i>Frank Wagner</i>	Tillinghast Road, East Greenwich, R. I.
<i>Leonard B. Colt</i>	63 Manning Street, Providence, R. I.
<i>Herbert F. Joslin</i>	309 Spring Green Road, Warwick, R. I.
<i>Ernst T. Voigt</i>	35 Fessenden Road, Barrington, R. I.
<i>Murdoch H. MacInnes</i>	18 Homestead Ave. , North Smithfield, R. I.

STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE }

In the City ~~town~~ } of Providence

in said county this second day of October A. D. 19 52, then

personally appeared before me FREDERICK C. TANNER, LEONARD B. COLT,

HERBERT F. JOSLIN, ERNST T. VOIGT and MURDOCH H. MacINNES

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Eugene Hochman
Notary Public.

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

THE FEDERAL PRODUCTS

FOUNDATION, INC.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE.

OCT - 9 1952

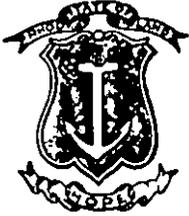
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To receive, maintain and administer a fund or funds for charitable purposes and in furtherance thereof, without limiting the generality of the foregoing, to aid, relieve and assist worthy, deserving and needy persons in all and in every such manner which shall come under the category of what is considered in law to be deemed charitable.

Without limiting the generality of the foregoing or the persons or organization legally entitled to receive the benefits from this organization as charitable institutions to whom the corporation shall apply its funds, the corporation is authorized to provide financial support for and to aid and assist any and all charitable, educational, religious, philanthropic, literary, scientific, beneficent, recreational, cultural, benevolent, artistic and eleemosynary causes, purposes and objects, whether the same be of a local, sectional or national scope or character; and to aid and assist and provide financial support for any specific and presently existing, or subsequently created charities, benevolent or philanthropic causes or purposes.

The corporation may expend or apply the fund or the income therefrom, either directly or through other charitable, educational, scientific, religious, or benevolent corporations, associations or individuals. It may acquire, hold and manage such real estate as will enable it to carry out its purposes.

For the purpose of carrying out any of the aforesaid objects or purposes the corporation shall have the power to take and hold by grant, gift, bequest, devise, purchase, lease or otherwise, either absolutely or in trust, either alone or jointly with another or others, any property, real or personal, specifically including securities of any and all kinds, and to hold, convey, mortgage, invest, reinvest, manage, administer or otherwise dispose, either outright or in trust, any of its fund or funds, property or properties, principal or income, as it may deem best; to borrow money or other assets in furtherance of any of its objects or powers, to enter into, make, perform and carry out contracts of every kind pertaining to any of the aforesaid purposes; to do all and every necessary or advisable act for the accomplishment of any of the purposes or the attainment of any of the objects or in furtherance of any of the powers herein set forth, incidental or pertaining to or growing out of or connected with the aforesaid purposes or powers, or any of them, PROVIDED the same may not be inconsistent with the laws under which this corporation is organized. This corporation is not organized for pecuniary profits to any individual group or corporation - no officer, director, member or employee of the corporation shall receive any pecuniary profit from the operation thereof, except reasonable compensation for services rendered to or in behalf of said corporation, and no part of the activities of the corporation shall be to carry on propaganda or otherwise attempt to influence legislation.



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Nº 18246

Providence Oct. 9, 1952

I Hereby Certify That The Federal Products Foundation, Inc.

has paid into the State Treasury a fee of

Five Dollars for Incorporation

in accordance with the provisions of Chapter 116, General Laws of 1938

\$ 5.00

General Treasurer